IN THE CLAIMS:

Claims 13, 15, and 23 are amended herein. Claims 1, 2, 5-12, 16-19, and 21 are cancelled. Claims 25-30 are added. All pending claims are produced below.

1. (Cancelled)

2. (Cancelled)

3. (Cancelled)

4. (Cancelled)

5. (Cancelled)

6. (Cancelled)

7. (Cancelled)

8. (Cancelled)

9. (Cancelled)

10. (Cancelled)

11. (Cancelled)

12. (Cancelled)

13. (Currently Amended) ~~The system of claim 11,~~ A system using derived voice over data technology to provide analog voice telephony to a client premise, comprising:

a derived voice over data termination device located outside of the client premise, said derived voice over data termination device configured to convert between base band signals and derived voice over data signals utilizing derived voice over data technology;

a connection between the client premise and the derived voice over data termination device, wherein the connection between the client premise and the derived voice over data termination device is over a twisted wire pair and carries analog frequencies;

a digital subscriber line access multiplexer coupled between the derived voice over data termination device and one of an ATM switch, a frame relay switch, and a router, the digital subscriber line access multiplexer being configured to multiplex derived voice over data signals to and from the derived voice over data termination device; and

a customer premise equipment located at the client premise, wherein the customer premise equipment is coupled to the connection between the client premise and the derived voice over data termination device, and wherein the customer premise equipment is configured to receive base band voice signals and digital data signals,

wherein the connection between the client premise and the derived voice over data termination device includes a plain old telephone service splitter, the plain old telephone service splitter being connected to a port of the digital subscriber line access multiplexer and to a port of the derived voice over data termination device.

14. (Previously Presented) The system of claim 13, wherein the connection between the plain old telephone service splitter and the port of the digital subscriber line access multiplexer carries digital data signals and the connection between the plain old telephone service splitter and the port of the derived voice over data termination device carries base band voice signals.

15. (Currently Amended) ~~The system of claim 1,~~ A system using derived voice over data technology to provide analog voice telephony to a client premise, comprising:

a derived voice over data termination device located outside of the client premise, said derived voice over data termination device configured to convert between base band signals and derived voice over data signals utilizing derived voice over data technology;

a connection between the client premise and the derived voice over data termination device, wherein the connection between the client premise and the derived voice over data termination device is over a twisted wire pair and carries analog frequencies, and

wherein the connection between the client premise and the derived voice over data termination device includes a main distribution frame coupled between the derived voice over data termination device and the client premise; and

a digital subscriber line access multiplexer coupled between the derived voice over data termination device and one of an ATM switch, a frame relay switch, and a router, the digital subscriber line access multiplexer being configured to multiplex derived voice over data signals to and from the derived voice over data termination device.

16. (Cancelled)

17. (Cancelled)

18. (Cancelled)

19. (Cancelled)

20. (Cancelled)

21. (Cancelled)

22. (Cancelled)

23. (Currently Amended) ~~The method of claim 21, wherein said base-band analog connection between the client telephone and the derived voice over data termination device is~~ A method for providing base band voice telephony to a client telephone, comprising:

providing a derived voice over data termination device in a wire center, the derived voice over data termination device being configured to convert between base band signals and derived voice over data signals utilizing derived voice over data technology;

providing a base-band analog connection between the client telephone and the derived voice over data termination device over a twisted wire pair via a splitter;

transmitting base-band analog voice signals between the client telephone and the derived voice over data termination device in the wire center;

transmitting derived voice over data signals between the derived voice over data termination device and a voice gateway connected to a public switched telephone

network by multiplexing the derived voice over data signals through a digital subscriber line access multiplexer, the digital subscriber line access multiplexer being coupled between the derived voice over data termination device and the voice gateway; and

~~said method further comprising~~ transmitting digital data signals between a client premise equipment and the splitter over said twisted wire pair.

24. (Previously Presented) The method of claim 23, further comprising transmitting digital data signals between the splitter and the digital subscriber line access multiplexer.

25. (New) The system of claim 15, wherein said connection between the client premise and the derived voice over data termination device is powered by said derived voice over data termination device.

26. (New) The system of claim 15, wherein the derived voice over data termination device is connected to at least one port of the digital subscriber line access multiplexer, each of said at least one port is selected from a group consisting of digital subscriber line (DSL), DS1, DS3, OC-3, OC-12, Ethernet, E3, El, and OC48.

27. (New) The system of claim 26, wherein the DSL includes asymmetric DSL (ADSL), single line DSL (SDSL), very high rate DSL (VDSL), high bit-rate DSL (HDSL), and rate adaptive DSL (RADSL).

28. (New) The system of claim 15, wherein the derived voice over data termination device is selected from the group consisting of voice over ATM, voice over data network, voice over IP, and voice over frame relay termination devices.

29. (New) The system of claim 15, wherein the derived voice over data termination device is located in a wire center.

30. (New) The system of claim 15, wherein the derived voice over data termination device is configured to receive and generate from base band voice signals packetized digital voice data.